

Hearing Date and Time: September 25, 2019 at 10:00 a.m. (Eastern Time)

Response Deadline: August 27, 2019 at 4:00 p.m. (Eastern Time)

**THIS OMNIBUS OBJECTION SEEKS TO DISALLOW AND EXPUNGE CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE OF THE DEBTORS' FIRST OMNIBUS OBJECTION TO CLAIMS SHOULD REVIEW THE OMNIBUS OBJECTION TO DETERMINE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS OBJECTION, AND/OR THE EXHIBIT ATTACHED THERETO, TO DETERMINE WHETHER THIS OMNIBUS OBJECTION AFFECTS THEIR CLAIM(S).**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT  
DEBTORS' COUNSEL, KYLE J. TUMSDUDEN, ESQ., AT (212) 310-8125.**

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

<b>In re</b>	X	
:		<b>Chapter 11</b>
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	:	<b>Case No. 18-23538 (RDD)</b>
<b>Debtors.<sup>1</sup></b>	:	<b>(Jointly Administered)</b>
	X	

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovate Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**NOTICE OF HEARING ON DEBTORS' FIRST  
OMNIBUS OBJECTION TO PROOFS OF CLAIM (SATISFIED CLAIMS)**

**PLEASE TAKE NOTICE** that, on August 6, 2019, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) filed the *Debtors’ First Omnibus Objection to Proofs of Claim (Satisfied Claims)* (the “**Objection**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

**PLEASE TAKE FURTHER NOTICE** that the Objection requests that the Bankruptcy Court disallow and expunge in full one or more proofs of claim listed on **Exhibit A** annexed to this Notice (the “**Proofs of Claim**” or “**Claims**”), on the ground(s) that such Claim(s) have been paid or satisfied in full. **Any Claim that the Bankruptcy Court disallows and expunges will be treated as if it had not been filed and the holder of such Claim will not be entitled to any distribution on account thereof.**

**PLEASE TAKE FURTHER NOTICE** that the *Court-Ordered Claims Hearing Procedures* (the “**Claims Hearing Procedures**”), annexed to this Notice as **Exhibit B**, shall apply and govern the Objection. The Claims Hearing Procedures provide for certain mandatory actions by claimants (each, a “**Claimant**” and collectively, the “**Claimants**”) within certain time periods. Therefore, please review the Claims Hearing Procedures carefully. Failure to comply with the Claims Hearing Procedures may result in the disallowance and expungement of a Proof of Claim without further notice to the applicable Claimant(s).

**PLEASE TAKE FURTHER NOTICE** that, if Claimant does NOT oppose the disallowance and expungement of its applicable Claim(s), then Claimant does NOT need to file a written response (the “**Response**”) to the Objection and Claimant does NOT need to appear at the Hearing (as defined herein).

**PLEASE TAKE FURTHER NOTICE** that, if Claimant DOES oppose the disallowance and expungement of its applicable Claim(s), then Claimant MUST file with the Bankruptcy Court and serve on the parties listed below a Response to the Objection, so as to be filed and received by no later than **August 27, 2019, at 4:00 p.m. (Prevailing Eastern Time)** (the “**Response Deadline**”).

**PLEASE TAKE FURTHER NOTICE** that Response(s) to the Objection, if any, must contain, at a minimum, the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number, and the title of the Objection to which the Response is directed; (ii) the name of the Claimant and description of the basis for the amount of the Claim; (iii) a concise statement setting forth the reasons why the Claim should not be disallowed and expunged for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which Claimant will rely in opposing the Objection; (iv) all documentation or other evidence of the Claim, to the extent not included with the Proof of Claim previously filed with the Bankruptcy Court, upon which Claimant will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to Claimant’s Response, if different from that presented in the applicable Proof of Claim; and (vi) the name, address, and telephone number of the person (which may be Claimant or Claimant’s designated legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Claim on Claimant’s behalf.

**PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will consider a Response only if the Response is timely filed, served, and received. A Response will be deemed timely

filed, served, and received only if the original Response is actually received on or before the Response Deadline by (i) the chambers of the Honorable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601; (ii) Weil, Gotshal, & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, Esq., Jacqueline Marcus, Esq., Garrett A. Fail, Esq., and Sunny Singh, Esq.), attorneys for the Debtors; and (iii) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Philip C. Dublin, Esq., Ira Dizengoff, Esq., and Sara Lynne Brauner, Esq.), attorneys for the Official Committee of Unsecured Creditors appointed in these cases.

**PLEASE TAKE FURTHER NOTICE** that, except as otherwise permitted under the Claims Hearing Procedures, a hearing to consider the Objection will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, New York 10601, on **September 25, 2019, at 10:00 a.m. (Prevailing Eastern Time)** (the “**Hearing**”). If Claimant files a Response to the Objection, Claimant should plan to appear at the Hearing. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to the Claim(s) that are the subject of such Response.

**PLEASE TAKE FURTHER NOTICE** that, if the Bankruptcy Court does NOT disallow and expunge the Claims listed on Exhibit A, the Debtors retain the right to object on other grounds to the Claim(s) (or to any other Claim(s) Claimant may have filed) at a later date. Claimant will receive a separate notice of any such objection(s).

**PLEASE TAKE FURTHER NOTICE** that Claimant may participate in the Hearing telephonically, provided Claimant complies with the Bankruptcy Court’s instructions (including, without limitation, providing prior written notice to counsel for the Debtors and any statutory committee), which can be found on the Bankruptcy Court’s website at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov).

**PLEASE TAKE FURTHER NOTICE** that, if any Claimant wishes to view the complete Objection, such Claimant can do so for free at <https://restructuring.primeclerk.com/sears>. **Claimants should not contact the Clerk of the Bankruptcy Court to discuss the merits of their Claims(s).**

Dated: August 6, 2019  
New York, New York

/s/ Garrett A. Fail

Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh  
WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
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*Attorneys for Debtors  
and Debtors in Possession*

**Exhibit A**

**Satisfied Claims**

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
1.	1-800 Remodel, Inc.	4293	Sears Holdings Corporation	\$40,731.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
2.	A.O. Smith Corporation	12509	Sears, Roebuck and Co.	1,275,960.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
3.	Adobe Inc	1330	Sears Holdings Corporation	15,503.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
4.	ADOB E INC	10035	Sears Holdings Corporation	44,753.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
5.	ADT LLC d/b/a Protection One	13632	Sears, Roebuck and Co.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
6.	ADT LLC d/b/a Protection One	13887	Innovele Solutions, Inc.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
7.	ADT LLC d/b/a Protection one	13732	Kmart Corporation	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
8.	ADT LLC d/b/a Protection one	14091	Sears, Roebuck de Puerto Rico, Inc.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
9.	Appliance Parts Depot	7678	Sears Holdings Corporation	181,907.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
10.	ASPEN REFRIGERANTS, INC	10523	Sears Holdings Corporation	370,910.84	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
11.	Automotive Rentals, Inc and ARI Fleet LT (See attached Addendum)	16925	Sears Holdings Management Corporation	7,903,367.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
12.	Automotive Rentals, Inc. and ARI Fleet LT	18733	Sears Holdings Corporation	7,078,286.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
13.	Automotive Rentals, Inc., for itself and as servicer for ARI Fleet LT	16584	Sears, Roebuck and Co.	10,528,569.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
14.	Black & Decker	16191	Kmart Corporation	1,002,652.97	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
15.	Black & Decker (U.S.) Inc.	16225	Sears, Roebuck and Co.	571,043.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
16.	Black & Decker Macao Commercial Offshore Ltd.	16358	Sears, Roebuck and Co.	629,620.32	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
17.	Black & Decker U.S.	16709	Sears, Roebuck and Co.	6,690,266.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
18.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16341	Florida Builder Appliances, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
19.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16798	Sears Operations LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
20.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16842	Sears Holdings Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
21.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16847	Sears Brands Management Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
22.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16872	Kmart of Washington LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
23.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16961	Kmart.com LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
24.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16998	Sears Holdings Management Corporation	18,707,510.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
25.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17008	A&E Factory Service, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
26.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17104	Sears Home Improvement Products, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
27.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17120	StarWest, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
28.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17124	SOE, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
29.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17251	Kmart Operations LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
30.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17289	Sears Protection Company (Florida), L.L.C.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
31.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17305	Sears, Roebuck de Puerto Rico, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
32.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17320	Sears Roebuck Acceptance Corp.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
33.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17333	A&E Signature Service, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
34.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17351	A&E Lawn & Garden, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
35.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17447	Kmart Corporation	18,707,510.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
36.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17452	Sears, Roebuck and Co.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
37.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17503	California Builder Appliances, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
38.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17567	Sears Protection Company	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
39.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17875	KLC, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
40.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17902	Kmart Stores of Texas LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
41.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18089	Private Brands, Ltd.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
42.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18104	MyGofer LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
43.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18123	Kmart Stores of Illinois LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
44.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18165	Kmart Holding Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
45.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18330	Kmart of Michigan, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
46.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18389	A&E Home Delivery, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
47.	Dun & Bradstreet	19399	Sears Holdings Corporation	14,334.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
48.	Dun & Bradstreet	5915	Sears Holdings Management Corporation	41,750.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
49.	Dun & Bradstreet	19504	MyGofer LLC	3,583.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
50.	Dun & Bradstreet	19581	Sears Holdings Corporation	3,583.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
51.	East Penn Manufacturing Co.	11266	Sears, Roebuck and Co.	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
52.	East Penn Manufacturing Co.	12242	Sears Holdings Corporation	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
53.	East Penn Manufacturing Co.	11183	Sears, Roebuck and Co.	414,230.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
54.	East Penn Manufacturing Co.	11276	Kmart Corporation	414,230.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
55.	East Penn Manufacturing Co.	11312	Kmart Corporation	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
56.	ELEVATE LLC	10348	Sears Holdings Corporation	7,801.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
57.	Elevate, LLC	90	Sears Holdings Corporation	7,801.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
58.	Encompass Supply Chain Solutions, Inc	15176	Sears, Roebuck and Co.	78,357.64	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
59.	Genesco Inc.	5033	Sears Holdings Management Corporation	22,312.03	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
60.	Genesco Inc.	5058	Sears, Roebuck and Co.	22,925.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
61.	Genesco Inc.	12209	Sears, Roebuck and Co.	22,925.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
62.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	17369	Sears, Roebuck and Co.	3,009,640.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
63.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	17779	California Builder Appliances, Inc.	128,450.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
64.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	18087	StarWest, LLC	106,199.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
65.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	18433	Florida Builder Appliances, Inc.	38,668.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
66.	Hain Capital Investors Master Fund, Ltd as Transferee of Winiadaewoo Electronics America, Inc.	8339	Sears, Roebuck and Co.	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
67.	Infinite Peripherals, Inc.	1900	Sears Holdings Management Corporation	49,087.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
68.	Infinite Peripherals, Inc.	1979	Sears Holdings Management Corporation	49,087.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
69.	Insight Direct USA Inc.	12283	Sears Procurement Services, Inc.	607,216.72	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
70.	Insight Direct USA Inc.	12289	Sears Home Improvement Products, Inc.	3,024.75	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
71.	International Packaging Supplies LLC	406	Sears Holdings Corporation	378,483.52	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
72.	Johnson Controls Security Solutions LLC	6633	Sears Roebuck Acceptance Corp.	203,765.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
73.	Johnson Controls, Inc. and its affiliates	16647	Kmart Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
74.	Johnson Controls, Inc. and its affiliates	17891	Sears Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
75.	Johnson Controls, Inc. and its affiliates (see attached)	17370	Sears Holdings Management Corporation	793,803.53	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
76.	Johnson Controls, Inc. and its affiliates (see attachment)	16920	Innoven Solutions, Inc.	57,282.62	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
77.	Johnson Controls, Inc. and its affiliates (see attachment)	17590	Sears Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
78.	Johnson Controls, Inc., and its affiliates	16236	Sears, Roebuck de Puerto Rico, Inc.	1,946,853.67	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
79.	Johnson Controls, Inc., and its affiliates (see attachment)	16604	Sears, Roebuck and Co.	2,175,123.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
80.	Johnson Controls, Inc., and its affiliates (see attachment)	16658	Kmart Corporation	2,175,123.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
81.	Johnson Controls, Inc., and its affiliates (see attachment)	17038	Sears Procurement Services, Inc.	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
82.	Johnson Controls, Inc., and its affiliates (see attachment)	17419	Sears Holdings Corporation	64,634.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
83.	Johnson Controls, Inc., and its affiliates (see attachment)	17637	Sears Home Improvement Products, Inc.	1,287,044.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
84.	LG Electronics U.S.A. Inc.	16931	Sears, Roebuck and Co.	6,807,785.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
85.	LG Electronics U.S.A. Inc.	16988	Innoven Solutions, Inc.	158,754.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
86.	LG Electronics U.S.A., Inc.	16607	Sears Brands Management Corporation	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
87.	LG Electronics U.S.A., Inc.	17541	Sears, Roebuck and Co.	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
88.	LG Electronics U.S.A., Inc.	17636	Kmart Corporation	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
89.	Medline Industries, Inc.	16820	Sears Holdings Corporation	158,845.69	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
90.	Medline Industries, Inc.	16932	Kmart.com LLC	6,314.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
91.	Medline Industries, Inc.	16955	Sears Holdings Corporation	31,961.33	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
92.	Michelin North America, Inc.	9245	Sears, Roebuck and Co.	1,890,877.77	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
93.	Nalco Company LLC	6931	Kmart Corporation	37,835.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
94.	Nalco Company LLC	6936	Sears Holdings Corporation	220,531.52	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
95.	Nalco Company LLC	8049	Kmart Corporation	36,409.62	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
96.	Nalco Company LLC	8050	Sears Holdings Corporation	202,644.81	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
97.	Nalco Water Pretreatment Solutions LLC	7869	Kmart Corporation	383.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
98.	Nashville Shoe Warehouse	12384	Sears Holdings Management Corporation	22,100.35	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
99.	Northwest Pallet Supply Company	10209	Sears Holdings Corporation	292,054.21	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
100.	Northwest Pallet Supply Company	12450	Kmart Corporation	292,054.21	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
101.	Phoenix Energy Technologies, Inc.	1188	Sears Holdings Corporation	129,933.29	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
102.	Precision Control Systems of Chicago, Inc.	12835	Sears Holdings Corporation	332,516.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
103.	Precision Control Systems of Chicago, Inc.	12906	Sears Holdings Corporation	332,516.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
104.	Reliable Parts, Inc.	7683	Sears Holdings Corporation	231,785.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
105.	RR DONNELLEY & SONS COMPANY	14545	Sears Holdings Publishing Company, LLC	2,005,499.99	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
106.	Schumacher Electric Corporation	4097	Sears, Roebuck and Co.	351,473.17	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
107.	Sedgwick CMS as agent for East Penn Manufacturing Co.	15997	Sears, Roebuck and Co.	179,148.12	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
108.	Service Express Inc	6804	Sears Holdings Corporation	57,807.70	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
109.	Shaw Industries, Inc	16845	Sears Holdings Management Corporation	229,060.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
110.	Shaw Industries, Inc.	6600	Sears Holdings Corporation	387,327.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
111.	Shaw Industries, Inc.	16585	Sears Home Improvement Products, Inc.	161,372.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
112.	Shaw Industries, Inc.	16660	Sears Holdings Management Corporation	161,372.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
113.	Shaw Industries, Inc.	18658	Sears Home Improvement Products, Inc.	229,060.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
114.	Sherwin Williams Company	11614	Sears Holdings Corporation	8,062.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
115.	Sherwin Williams Paint Company	4471	Sears Holdings Corporation	8,062.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
116.	Sherwin-Williams Company	5900	Kmart Holding Corporation	2,647.54	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
117.	SupplyLogix LLC	16305	Sears Holdings Corporation	90,253.97	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
118.	SupplyLogix LLC	17584	Kmart Corporation	147,256.48	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
119.	SVP Sewing Brands LLC	18126	Sears, Roebuck and Co.	12,100.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
120.	Telesoft	12231	Sears Holdings Corporation	139,910.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
121.	The ADT Security Corporation dba Protection One	673	Sears Holdings Corporation	604,767.69	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
122.	The Sherwin-Williams Company	8257	Sears Holdings Corporation	21,382.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
123.	The Sherwin-Williams Company	8605	Kmart Corporation	14,160.39	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
124.	Trico Products Corporation	4931	Sears Brands Management Corporation	1,640.84	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
125.	Trico Products Corporation	4939	Sears, Roebuck and Co.	34,102.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
126.	Trico Products Corporation	4970	Kmart Corporation	65,269.38	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
127.	United Food & Commercial Workers Union Local 880	14777	Sears, Roebuck and Co.	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
128.	Valvoline LLC	16910	Sears, Roebuck and Co.	2,501,971.71	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
129.	Valvoline LLC	16935	Kmart Corporation	17,223.17	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
130.	Whirlpool Corporation	9766	Sears, Roebuck and Co.	6,121,432.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
131.	Whirlpool Corporation	9771	Kmart Corporation	6,121,432.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
132.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	2873	Sears Holdings Management Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
133.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4446	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
134.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4477	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
135.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4486	Kmart Holding Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
136.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	2875	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
137.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	2883	Kmart Holding Corporation	424,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
138.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3035	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
139.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3365	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
140.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3377	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
141.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3490	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
142.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	4449	Sears Holdings Management Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
143.	WINCORE WINDOW COMPANY	14134	Sears Home Improvement Products, Inc.	551,539.10	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
144.	Wincore Window Company, LLC,	14228	Sears Holdings Management Corporation	551,539.10	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
145.	Winiadaewoo Electronics America, Inc.	2672	Sears Holdings Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
146.	Winiadaewoo Electronics America, Inc.	2844	Sears Brands Management Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
147.	Winiadaewoo Electronics America, Inc.	3905	Kmart Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
148.	Winiadaewoo Electronics America, Inc.	4046	Sears, Roebuck and Co.	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
149.	Winiadaewoo Electronics America, Inc.	8337	Sears, Roebuck and Co.	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
150.	Winiadaewoo Electronics America, Inc.	8342	Sears Brands Management Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
151.	Winiadaewoo Electronics America, Inc.	8343	Sears Brands Management Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
152.	Winiadaewoo Electronics America, Inc.	8344	Kmart Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
153.	Winiadaewoo Electronics America, Inc.	8347	Kmart Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
154.	WINIADAEWOO ELECTRONICS AMERICA, INC.	8348	Sears Holdings Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
155.	Winiadaewoo Electronics America, Inc.	8349	Sears Holdings Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
156.	Winiadaewoo Electronics America, Inc.	13655	Sears, Roebuck and Co.	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
157.	Winiadaewoo Electronics America, Inc.	13753	Kmart Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
158.	WINIADAEWOO ELECTRONICS AMERICA, INC.	14070	Sears Brands Management Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
159.	WINIADAEWOO ELECTRONICS AMERICA, INC.	13957	Sears Holdings Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

**Exhibit B**

**Claims Hearing Procedures**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X	
<b>In re</b>	<b>Chapter 11</b>
:	:
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	<b>Case No. 18-23538 (RDD)</b>
:	:
<b>Debtors.<sup>1</sup></b>	<b>(Jointly Administered)</b>
----- X	

**COURT-ORDERED CLAIMS HEARING PROCEDURES**

The claims hearing procedures (the “**Claims Hearing Procedures**”) described herein have been ordered by the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) to apply to the Chapter 11 cases of the Sears Holdings Corporation and its affiliated debtors (collectively, the “**Debtors**”).

**Claims Hearing Procedures**

1. Pursuant to the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405), the Bankruptcy Court established periodic omnibus hearings (the “**Omnibus Hearings**”) in these Chapter 11 cases. The Debtors shall schedule the return date for claims objections, omnibus or otherwise, for hearing at Omnibus Hearings or other hearings the Debtors may schedule with the Bankruptcy Court.
2. The Bankruptcy Court may enter an order at the scheduled hearing sustaining an objection to proofs of claim (each, a “**Proof of Claim**”) with respect to which no response (a “**Response**”)<sup>2</sup> is properly filed and served.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

<sup>2</sup> Any information submitted in connection with a Proof of Claim shall be part of the record with respect to the relevant Claim, and any such information already submitted need not be resubmitted in connection with the Claims Hearing Procedures.

3. The hearing to consider an objection to Proofs of Claim as to which a Response is properly filed and served (each, a “**Contested Claim**”) shall be set for a contested hearing (a “**Claims Hearing**”) to be scheduled by the Debtors, in their sole discretion, as set forth herein. The Debtors may request that the Bankruptcy Court schedule Claims Hearings on the date and/or time of the Omnibus Hearings or at another date and time.
4. The Debtors shall schedule a Claims Hearing for a Contested Claim as follows:
  - (i) For a non-evidentiary hearing to address whether the Contested Claim has failed to state a claim against the Debtors which can be allowed and should be dismissed pursuant to Bankruptcy Rule 7012 (a “**Sufficiency Hearing**”), unless the Debtors serve the applicable claimant (the “**Claimant**”) with a Notice of Merits Hearing (as defined herein), the Sufficiency Hearing shall go forward at the return date set in accordance with paragraph 1 of these Claims Hearing Procedures. The legal standard of review that will be applied by the Bankruptcy Court at a Sufficiency Hearing will be equivalent to the standard applied by the Bankruptcy Court upon a motion to dismiss for failure to state a claim upon which relief can be granted.
  - (ii) For an evidentiary hearing on the merits of a Contested Claim (a “**Merits Hearing**”), the Debtors may, in their sole discretion, serve upon the relevant Claimant, by email or overnight delivery, with a copy to the Creditors’ Committee, and file with the Bankruptcy Court, a notice substantially in the form attached to the *Order Approving (I) Claims Objection Procedures, (II) Claims Settlement Procedures, and (III) Claims Hearing Procedures* (ECF No. 3014) as Exhibit 2 (a “**Notice of Merits Hearing**”), at least thirty (30) calendar days prior to the date of such Merits Hearing. The rules and procedures applicable to such Merits Hearing will be set forth in any scheduling order issued by the Bankruptcy Court in connection therewith.
5. Discovery with respect to a Contested Claim will not be permitted until either: (i) the Bankruptcy Court has held a Sufficiency Hearing and determined that the Contested Claim states a claim that could be allowed and should not be dismissed pursuant to Bankruptcy Rule 7012; or (ii) the Debtors have served on the relevant Claimant a Notice of Merits Hearing with respect to the Contested Claim.
6. The Debtors may file and serve a reply (a “**Reply**”) to a Response no later than 4:00 p.m. (Prevailing Eastern Time) on the day that is at least two (2) business days prior to the date of the applicable hearing.
7. The Debtors, in their sole discretion, are authorized to further adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Bankruptcy Court and the Claimant.
8. **Sanctions.** The Bankruptcy Court will consider appropriate sanctions, including allowance or disallowance of the Contested Claim, if either party does not follow the Claims Hearing Procedures.

BY ORDER OF THE BANKRUPTCY COURT

Hearing Date and Time: September 25, 2019 at 10:00 a.m. (Eastern Time)

Response Deadline: August 27, 2019 at 4:00 p.m. (Eastern Time)

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

<b>In re</b>	<b>:</b>	<b>Chapter 11</b>
	<b>:</b>	
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	<b>:</b>	<b>Case No. 18-23538 (RDD)</b>
	<b>:</b>	
<b>Debtors.<sup>1</sup></b>	<b>:</b>	<b>(Jointly Administered)</b>

**DEBTORS' FIRST OMNIBUS OBJECTION TO  
PROOFS OF CLAIM (SATISFIED CLAIMS)**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**THIS OMNIBUS OBJECTION SEEKS TO DISALLOW AND EXPUNGE CERTAIN FILED PROOFS OF CLAIM. CLAIMANTS RECEIVING THIS OMNIBUS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON THE EXHIBIT ATTACHED TO THIS OMNIBUS OBJECTION.**

**IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE DEBTORS' COUNSEL, KYLE J. TUMSDUDEN, ESQ., AT (212) 310-8125.**

TO THE HONORABLE ROBERT D. DRAIN,  
UNITED STATES BANKRUPTCY JUDGE:

Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), respectfully represent as follows in support of this omnibus objection (the “**Objection**”):

**Background**

1. Beginning on October 15, 2018 (the “**Commencement Date**”) and continuing thereafter, each of the Debtors commenced with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On October 24, 2018, the United States Trustee for Region 2 appointed an official committee of unsecured creditors (the “**Creditors’ Committee**”). No trustee or examiner has been appointed in these chapter 11 cases.

3. The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

4. On February 8, 2019, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer, (II) Authorizing the Sale of Certain of the Debtors’*

*Assets Free and Clear of Liens, Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts, and Leases in Connection Therewith and (IV) Granting Related Relief* (ECF No. 2507), pursuant to which the Debtors sold substantially all their assets to Transform Holdco LLC.

5. On June 28, 2019, the Bankruptcy Court approved the Debtors' disclosure statement (ECF No. 4392) for the *Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and its Affiliated Debtors* (ECF No. 4389).

6. Additional information regarding the Debtors' business, capital structure, and the circumstances leading to the commencement of these chapter 11 cases is set forth in the *Declaration of Robert A. Riecker Pursuant to Rule 1007-2 of Local Bankruptcy Rules for Southern District of New York*, sworn on October 15, 2018 (the "**Riecker Declaration**") (ECF No. 3).<sup>2</sup>

### **Jurisdiction**

7. This Bankruptcy Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409.

### **Relief Requested**

8. The Debtors file this Objection pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, seeking entry of an order, substantially in the form annexed to the Objection as **Exhibit B** (the "**Proposed Order**"), disallowing and expunging the Claims listed on **Exhibit A** annexed to the Objection (the "**Satisfied Claims**").

9. The Debtors have examined the Satisfied Claims and have determined that each Satisfied Claim has been satisfied in full during the Debtors' chapter 11 cases, either because the claimed amounts have been paid by the Debtors or by non-debtor third parties during the Debtors' chapter 11

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Riecker Declaration.

cases, including as a result of the Debtors having assumed and assigned the contract(s) that form the basis of a Satisfied Claim.

10. The Debtors preserve their rights to later object to any of the Satisfied Claims as to which the Bankruptcy Court does not grant the relief requested herein on any other basis.

**The Satisfied Claims Should Be Disallowed**

11. A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that “such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law.” 11 U.S.C. § 502(b)(1). Further, pursuant to Bankruptcy Rule 3007(d)(5), a debtor may object to claims and seek their disallowance where such claims “have been satisfied or released during the case in accordance with the [Bankruptcy] Code, applicable rules, or a court order . . .” Fed. R. Bankr. P. 3007(d)(5). Upon an objection, the claimant has the burden to demonstrate the validity of the claim. *See Rozier v. Rescap Borrower Claims Tr. (In re Residential Capital, LLC)*, 15 Civ. 3248, 2016 WL 796860, at \*9 (S.D.N.Y. 2016); *In re Arcapita Bank B.S.C.(c)*, No. 12-11076 (SHL), 2013 WL 6141616, at \*1 (Bankr. S.D.N.Y. Nov. 21, 2013), *aff’d sub nom. In re Arcapita Bank B.S.C.(c)*, 508 B.R. 814, 817 (S.D.N.Y. 2014); *In re Motors Liquidation Co.*, No. 09-50026, 2012 WL 1886755, at \*3 (S.D.N.Y. May 12, 2012); *In re Oneida, Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009), *aff’d*, No. 09 Civ. 2229 (DC), 2010 WL 234827, at \*5 (S.D.N.Y. Jan. 22, 2010); *In re Adelphia Commc’ns Corp.*, Ch. 11 Case No. 02-41729, 2007 Bankr. LEXIS 660, at \*15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

12. The Satisfied Claims include certain claims asserted by the Debtors’ vendors and trade creditors, utility providers, retirees, health and welfare funds, and insurance providers, among others. The Debtors have carefully examined each of the Satisfied Claims, as well as their books and records, and have determined that each Satisfied Claim is no longer valid because it has already been satisfied in full during Debtors’ chapter 11 cases in the ordinary course of their business operations pursuant to various

“first day” and other orders entered by the Bankruptcy Court authorizing such payments, including, without limitation, assumption orders, or otherwise during the postpetition administration of the Debtors’ chapter 11 cases.

13. As no amounts are owed on account of the Satisfied Claims, and to ensure that the claims register is accurate and does not inaccurately overstate the Debtors’ liabilities, and to avoid the possibility of multiple recoveries by the same creditor, the Debtors seek entry of the Proposed Order disallowing and expunging the Satisfied Claims (to the extent reflected on **Exhibit A**), from the claims register.

**Reservation of Rights**

14. The Debtors hereby reserve the right to object in the future to any of the Proofs of Claim subject to this Objection on any ground, and to amend, modify, and/or supplement this Objection to the extent an objection to a Claim is not granted. A separate notice and hearing will be scheduled for any such objection.

**Notice**

15. Notice of this Objection has been provided in accordance with the procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the “**Amended Case Management Order**”). The Debtors respectfully submit that no further notice is required.

16. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as is just.

Dated: August 6, 2019  
New York, New York

*/s/ Garrett A. Fail*

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**Exhibit A**

**Satisfied Claims**

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
1.	1-800 Remodel, Inc.	4293	Sears Holdings Corporation	\$40,731.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
2.	A.O. Smith Corporation	12509	Sears, Roebuck and Co.	1,275,960.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
3.	Adobe Inc	1330	Sears Holdings Corporation	15,503.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
4.	ADOB E INC	10035	Sears Holdings Corporation	44,753.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
5.	ADT LLC d/b/a Protection One	13632	Sears, Roebuck and Co.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
6.	ADT LLC d/b/a Protection One	13887	Innovele Solutions, Inc.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
7.	ADT LLC d/b/a Protection one	13732	Kmart Corporation	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
8.	ADT LLC d/b/a Protection one	14091	Sears, Roebuck de Puerto Rico, Inc.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
9.	Appliance Parts Depot	7678	Sears Holdings Corporation	181,907.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
10.	ASPEN REFRIGERANTS, INC	10523	Sears Holdings Corporation	370,910.84	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
11.	Automotive Rentals, Inc and ARI Fleet LT (See attached Addendum)	16925	Sears Holdings Management Corporation	7,903,367.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
12.	Automotive Rentals, Inc. and ARI Fleet LT	18733	Sears Holdings Corporation	7,078,286.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
13.	Automotive Rentals, Inc., for itself and as servicer for ARI Fleet LT	16584	Sears, Roebuck and Co.	10,528,569.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
14.	Black & Decker	16191	Kmart Corporation	1,002,652.97	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
15.	Black & Decker (U.S.) Inc.	16225	Sears, Roebuck and Co.	571,043.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
16.	Black & Decker Macao Commercial Offshore Ltd.	16358	Sears, Roebuck and Co.	629,620.32	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
17.	Black & Decker U.S.	16709	Sears, Roebuck and Co.	6,690,266.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
18.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16341	Florida Builder Appliances, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
19.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16798	Sears Operations LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
20.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16842	Sears Holdings Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
21.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16847	Sears Brands Management Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
22.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16872	Kmart of Washington LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
23.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16961	Kmart.com LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
24.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16998	Sears Holdings Management Corporation	18,707,510.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
25.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17008	A&E Factory Service, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
26.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17104	Sears Home Improvement Products, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
27.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17120	StarWest, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
28.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17124	SOE, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
29.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17251	Kmart Operations LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
30.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17289	Sears Protection Company (Florida), L.L.C.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
31.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17305	Sears, Roebuck de Puerto Rico, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
32.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17320	Sears Roebuck Acceptance Corp.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
33.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17333	A&E Signature Service, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
34.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17351	A&E Lawn & Garden, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
35.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17447	Kmart Corporation	18,707,510.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
36.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17452	Sears, Roebuck and Co.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
37.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17503	California Builder Appliances, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
38.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17567	Sears Protection Company	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
39.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17875	KLC, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
40.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17902	Kmart Stores of Texas LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
41.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18089	Private Brands, Ltd.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
42.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18104	MyGofer LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
43.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18123	Kmart Stores of Illinois LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
44.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18165	Kmart Holding Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
45.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18330	Kmart of Michigan, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
46.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18389	A&E Home Delivery, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
47.	Dun & Bradstreet	19399	Sears Holdings Corporation	14,334.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
48.	Dun & Bradstreet	5915	Sears Holdings Management Corporation	41,750.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
49.	Dun & Bradstreet	19504	MyGofer LLC	3,583.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
50.	Dun & Bradstreet	19581	Sears Holdings Corporation	3,583.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
51.	East Penn Manufacturing Co.	11266	Sears, Roebuck and Co.	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
52.	East Penn Manufacturing Co.	12242	Sears Holdings Corporation	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
53.	East Penn Manufacturing Co.	11183	Sears, Roebuck and Co.	414,230.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
54.	East Penn Manufacturing Co.	11276	Kmart Corporation	414,230.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
55.	East Penn Manufacturing Co.	11312	Kmart Corporation	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
56.	ELEVATE LLC	10348	Sears Holdings Corporation	7,801.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
57.	Elevate, LLC	90	Sears Holdings Corporation	7,801.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
58.	Encompass Supply Chain Solutions, Inc	15176	Sears, Roebuck and Co.	78,357.64	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
59.	Genesco Inc.	5033	Sears Holdings Management Corporation	22,312.03	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
60.	Genesco Inc.	5058	Sears, Roebuck and Co.	22,925.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
61.	Genesco Inc.	12209	Sears, Roebuck and Co.	22,925.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
62.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	17369	Sears, Roebuck and Co.	3,009,640.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
63.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	17779	California Builder Appliances, Inc.	128,450.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
64.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	18087	StarWest, LLC	106,199.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
65.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	18433	Florida Builder Appliances, Inc.	38,668.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
66.	Hain Capital Investors Master Fund, Ltd as Transferee of Winiadaewoo Electronics America, Inc.	8339	Sears, Roebuck and Co.	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
67.	Infinite Peripherals, Inc.	1900	Sears Holdings Management Corporation	49,087.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
68.	Infinite Peripherals, Inc.	1979	Sears Holdings Management Corporation	49,087.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
69.	Insight Direct USA Inc.	12283	Sears Procurement Services, Inc.	607,216.72	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
70.	Insight Direct USA Inc.	12289	Sears Home Improvement Products, Inc.	3,024.75	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
71.	International Packaging Supplies LLC	406	Sears Holdings Corporation	378,483.52	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
72.	Johnson Controls Security Solutions LLC	6633	Sears Roebuck Acceptance Corp.	203,765.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
73.	Johnson Controls, Inc. and its affiliates	16647	Kmart Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
74.	Johnson Controls, Inc. and its affiliates	17891	Sears Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
75.	Johnson Controls, Inc. and its affiliates (see attached)	17370	Sears Holdings Management Corporation	793,803.53	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
76.	Johnson Controls, Inc. and its affiliates (see attachment)	16920	Innovele Solutions, Inc.	57,282.62	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
77.	Johnson Controls, Inc. and its affiliates (see attachment)	17590	Sears Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
78.	Johnson Controls, Inc., and its affiliates	16236	Sears, Roebuck de Puerto Rico, Inc.	1,946,853.67	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
79.	Johnson Controls, Inc., and its affiliates (see attachment)	16604	Sears, Roebuck and Co.	2,175,123.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
80.	Johnson Controls, Inc., and its affiliates (see attachment)	16658	Kmart Corporation	2,175,123.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
81.	Johnson Controls, Inc., and its affiliates (see attachment)	17038	Sears Procurement Services, Inc.	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
82.	Johnson Controls, Inc., and its affiliates (see attachment)	17419	Sears Holdings Corporation	64,634.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
83.	Johnson Controls, Inc., and its affiliates (see attachment)	17637	Sears Home Improvement Products, Inc.	1,287,044.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
84.	LG Electronics U.S.A. Inc.	16931	Sears, Roebuck and Co.	6,807,785.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
85.	LG Electronics U.S.A. Inc.	16988	Innovele Solutions, Inc.	158,754.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
86.	LG Electronics U.S.A., Inc.	16607	Sears Brands Management Corporation	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
87.	LG Electronics U.S.A., Inc.	17541	Sears, Roebuck and Co.	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
88.	LG Electronics U.S.A., Inc.	17636	Kmart Corporation	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
89.	Medline Industries, Inc.	16820	Sears Holdings Corporation	158,845.69	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
90.	Medline Industries, Inc.	16932	Kmart.com LLC	6,314.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
91.	Medline Industries, Inc.	16955	Sears Holdings Corporation	31,961.33	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
92.	Michelin North America, Inc.	9245	Sears, Roebuck and Co.	1,890,877.77	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
93.	Nalco Company LLC	6931	Kmart Corporation	37,835.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
94.	Nalco Company LLC	6936	Sears Holdings Corporation	220,531.52	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
95.	Nalco Company LLC	8049	Kmart Corporation	36,409.62	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
96.	Nalco Company LLC	8050	Sears Holdings Corporation	202,644.81	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
97.	Nalco Water Pretreatment Solutions LLC	7869	Kmart Corporation	383.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
98.	Nashville Shoe Warehouse	12384	Sears Holdings Management Corporation	22,100.35	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
99.	Northwest Pallet Supply Company	10209	Sears Holdings Corporation	292,054.21	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
100.	Northwest Pallet Supply Company	12450	Kmart Corporation	292,054.21	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
101.	Phoenix Energy Technologies, Inc.	1188	Sears Holdings Corporation	129,933.29	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
102.	Precision Control Systems of Chicago, Inc.	12835	Sears Holdings Corporation	332,516.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
103.	Precision Control Systems of Chicago, Inc.	12906	Sears Holdings Corporation	332,516.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
104.	Reliable Parts, Inc.	7683	Sears Holdings Corporation	231,785.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
105.	RR DONNELLEY & SONS COMPANY	14545	Sears Holdings Publishing Company, LLC	2,005,499.99	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
106.	Schumacher Electric Corporation	4097	Sears, Roebuck and Co.	351,473.17	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
107.	Sedgwick CMS as agent for East Penn Manufacturing Co.	15997	Sears, Roebuck and Co.	179,148.12	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
108.	Service Express Inc	6804	Sears Holdings Corporation	57,807.70	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
109.	Shaw Industries, Inc	16845	Sears Holdings Management Corporation	229,060.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
110.	Shaw Industries, Inc.	6600	Sears Holdings Corporation	387,327.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
111.	Shaw Industries, Inc.	16585	Sears Home Improvement Products, Inc.	161,372.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
112.	Shaw Industries, Inc.	16660	Sears Holdings Management Corporation	161,372.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
113.	Shaw Industries, Inc.	18658	Sears Home Improvement Products, Inc.	229,060.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
114.	Sherwin Williams Company	11614	Sears Holdings Corporation	8,062.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
115.	Sherwin Williams Paint Company	4471	Sears Holdings Corporation	8,062.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
116.	Sherwin-Williams Company	5900	Kmart Holding Corporation	2,647.54	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
117.	SupplyLogix LLC	16305	Sears Holdings Corporation	90,253.97	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
118.	SupplyLogix LLC	17584	Kmart Corporation	147,256.48	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
119.	SVP Sewing Brands LLC	18126	Sears, Roebuck and Co.	12,100.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
120.	Telesoft	12231	Sears Holdings Corporation	139,910.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
121.	The ADT Security Corporation dba Protection One	673	Sears Holdings Corporation	604,767.69	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
122.	The Sherwin-Williams Company	8257	Sears Holdings Corporation	21,382.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
123.	The Sherwin-Williams Company	8605	Kmart Corporation	14,160.39	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
124.	Trico Products Corporation	4931	Sears Brands Management Corporation	1,640.84	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
125.	Trico Products Corporation	4939	Sears, Roebuck and Co.	34,102.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
126.	Trico Products Corporation	4970	Kmart Corporation	65,269.38	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
127.	United Food & Commercial Workers Union Local 880	14777	Sears, Roebuck and Co.	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
128.	Valvoline LLC	16910	Sears, Roebuck and Co.	2,501,971.71	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
129.	Valvoline LLC	16935	Kmart Corporation	17,223.17	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
130.	Whirlpool Corporation	9766	Sears, Roebuck and Co.	6,121,432.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
131.	Whirlpool Corporation	9771	Kmart Corporation	6,121,432.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
132.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	2873	Sears Holdings Management Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
133.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4446	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
134.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4477	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
135.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4486	Kmart Holding Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
136.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	2875	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
137.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	2883	Kmart Holding Corporation	424,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
138.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3035	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
139.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3365	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
140.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3377	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
141.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3490	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
142.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	4449	Sears Holdings Management Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
143.	WINCORE WINDOW COMPANY	14134	Sears Home Improvement Products, Inc.	551,539.10	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
144.	Wincore Window Company, LLC,	14228	Sears Holdings Management Corporation	551,539.10	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
145.	Winiadaewoo Electronics America, Inc.	2672	Sears Holdings Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
146.	Winiadaewoo Electronics America, Inc.	2844	Sears Brands Management Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
147.	Winiadaewoo Electronics America, Inc.	3905	Kmart Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
148.	Winiadaewoo Electronics America, Inc.	4046	Sears, Roebuck and Co.	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
149.	Winiadaewoo Electronics America, Inc.	8337	Sears, Roebuck and Co.	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
150.	Winiadaewoo Electronics America, Inc.	8342	Sears Brands Management Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit A - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
151.	Winiadaewoo Electronics America, Inc.	8343	Sears Brands Management Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
152.	Winiadaewoo Electronics America, Inc.	8344	Kmart Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
153.	Winiadaewoo Electronics America, Inc.	8347	Kmart Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
154.	WINIADAEWOO ELECTRONICS AMERICA, INC.	8348	Sears Holdings Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
155.	Winiadaewoo Electronics America, Inc.	8349	Sears Holdings Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
156.	Winiadaewoo Electronics America, Inc.	13655	Sears, Roebuck and Co.	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
157.	Winiadaewoo Electronics America, Inc.	13753	Kmart Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
158.	WINIADAEWOO ELECTRONICS AMERICA, INC.	14070	Sears Brands Management Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
159.	WINIADAEWOO ELECTRONICS AMERICA, INC.	13957	Sears Holdings Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

**Exhibit B**

**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
**In re** : **Chapter 11**  
**SEARS HOLDINGS CORPORATION, et al.,** : **Case No. 18-23538 (RDD)**  
**Debtors.<sup>1</sup>** : **(Jointly Administered)**  
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**ORDER GRANTING DEBTORS' FIRST  
OMNIBUS OBJECTION TO PROOFS OF CLAIM (SATISFIED CLAIMS)**

Upon the *Debtors' First Omnibus Objection to Proofs of Claim (Satisfied Claims)*, filed August 6, 2019 (the “**Objection**”),<sup>2</sup> of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to section 502 under title 11 of the United States Code (the “**Bankruptcy Code**”), and Rule 3007 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”), for an order (i) disallowing and expunging the Satisfied Claims (as defined below), and (ii) granting related relief, all as more fully set forth in the Objection; and the Bankruptcy Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Objection and

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

<sup>2</sup> Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Bankruptcy Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Objection having been provided, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; and such notice having been adequate and appropriate under the circumstances, and it appearing that other or further notice need be provided; and the Bankruptcy Court having held a hearing to consider the relief requested in the Objection on September 25, 2019 (the “**Hearing**”); and upon the record of the Hearing, and upon all of the proceedings had before the Bankruptcy Court; and the Bankruptcy Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT**

1. The Objection is granted to the extent set forth herein.
2. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Satisfied Claim listed on **Exhibit 1** annexed to this Order is disallowed and expunged in its entirety (to the extent reflected on **Exhibit 1**).
3. The rights of the Debtors to assert further objections to the Satisfied Claims, in whole or in part, and on any basis, are fully preserved.
4. This Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object to or defend on any basis are expressly reserved with respect to, any Satisfied Claim referenced or identified in the Objection that is not listed on **Exhibit 1**.
5. The Debtors, the Debtors’ claims and noticing agent, Prime Clerk, and the Clerk of this Bankruptcy Court are authorized to take all actions necessary or appropriate to give effect to this Order.

6. The terms and conditions of this Order are effective immediately upon entry.

Dated: \_\_\_\_\_, 2019  
White Plains, New York

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HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1**

**Satisfied Claims**

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
1.	1-800 Remodel, Inc.	4293	Sears Holdings Corporation	\$40,731.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
2.	A.O. Smith Corporation	12509	Sears, Roebuck and Co.	1,275,960.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
3.	Adobe Inc	1330	Sears Holdings Corporation	15,503.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
4.	ADOBEC INC	10035	Sears Holdings Corporation	44,753.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
5.	ADT LLC d/b/a Protection One	13632	Sears, Roebuck and Co.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
6.	ADT LLC d/b/a Protection One	13887	Innovele Solutions, Inc.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
7.	ADT LLC d/b/a Protection one	13732	Kmart Corporation	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
8.	ADT LLC d/b/a Protection one	14091	Sears, Roebuck de Puerto Rico, Inc.	586,576.90	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
9.	Appliance Parts Depot	7678	Sears Holdings Corporation	181,907.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
10.	ASPEN REFRIGERANTS, INC	10523	Sears Holdings Corporation	370,910.84	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
11.	Automotive Rentals, Inc and ARI Fleet LT (See attached Addendum)	16925	Sears Holdings Management Corporation	7,903,367.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
12.	Automotive Rentals, Inc. and ARI Fleet LT	18733	Sears Holdings Corporation	7,078,286.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
13.	Automotive Rentals, Inc., for itself and as servicer for ARI Fleet LT	16584	Sears, Roebuck and Co.	10,528,569.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
14.	Black & Decker	16191	Kmart Corporation	1,002,652.97	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
15.	Black & Decker (U.S.) Inc.	16225	Sears, Roebuck and Co.	571,043.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
16.	Black & Decker Macao Commercial Offshore Ltd.	16358	Sears, Roebuck and Co.	629,620.32	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
17.	Black & Decker U.S.	16709	Sears, Roebuck and Co.	6,690,266.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
18.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16341	Florida Builder Appliances, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
19.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16798	Sears Operations LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
20.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16842	Sears Holdings Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
21.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16847	Sears Brands Management Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
22.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16872	Kmart of Washington LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
23.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16961	Kmart.com LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
24.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	16998	Sears Holdings Management Corporation	18,707,510.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
25.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17008	A&E Factory Service, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
26.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17104	Sears Home Improvement Products, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
27.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17120	StarWest, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
28.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17124	SOE, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
29.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17251	Kmart Operations LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
30.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17289	Sears Protection Company (Florida), L.L.C.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

<b>Schedule of Satisfied Claims to be Disallowed and Expunged</b>						
<b>Ref #</b>	<b>Name of Claimant</b>	<b>Proof of Claim No. to be Disallowed and Expunged</b>	<b>Asserted Debtor</b>	<b>Asserted Amount*</b>	<b>Extent of Allowed Claim</b>	<b>Reason for Proposed Disallowance</b>
31.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17305	Sears, Roebuck de Puerto Rico, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
32.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17320	Sears Roebuck Acceptance Corp.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
33.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17333	A&E Signature Service, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
34.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17351	A&E Lawn & Garden, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
35.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17447	Kmart Corporation	18,707,510.68	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
36.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17452	Sears, Roebuck and Co.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
37.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17503	California Builder Appliances, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
38.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17567	Sears Protection Company	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
39.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17875	KLC, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
40.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	17902	Kmart Stores of Texas LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
41.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18089	Private Brands, Ltd.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
42.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18104	MyGofer LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
43.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18123	Kmart Stores of Illinois LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
44.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18165	Kmart Holding Corporation	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
45.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18330	Kmart of Michigan, Inc.	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
46.	Cardinal Health 110, LLC; Cardinal Health 112, LLC; and Cardinal Health PR 120, Inc.	18389	A&E Home Delivery, LLC	18,674,778.20	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
47.	Dun & Bradstreet	19399	Sears Holdings Corporation	14,334.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
48.	Dun & Bradstreet	5915	Sears Holdings Management Corporation	41,750.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
49.	Dun & Bradstreet	19504	MyGofer LLC	3,583.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
50.	Dun & Bradstreet	19581	Sears Holdings Corporation	3,583.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
51.	East Penn Manufacturing Co.	11266	Sears, Roebuck and Co.	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
52.	East Penn Manufacturing Co.	12242	Sears Holdings Corporation	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
53.	East Penn Manufacturing Co.	11183	Sears, Roebuck and Co.	414,230.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
54.	East Penn Manufacturing Co.	11276	Kmart Corporation	414,230.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
55.	East Penn Manufacturing Co.	11312	Kmart Corporation	1,140,151.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
56.	ELEVATE LLC	10348	Sears Holdings Corporation	7,801.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
57.	Elevate, LLC	90	Sears Holdings Corporation	7,801.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
58.	Encompass Supply Chain Solutions, Inc	15176	Sears, Roebuck and Co.	78,357.64	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
59.	Genesco Inc.	5033	Sears Holdings Management Corporation	22,312.03	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
60.	Genesco Inc.	5058	Sears, Roebuck and Co.	22,925.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
61.	Genesco Inc.	12209	Sears, Roebuck and Co.	22,925.22	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
62.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	17369	Sears, Roebuck and Co.	3,009,640.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
63.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	17779	California Builder Appliances, Inc.	128,450.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
64.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	18087	StarWest, LLC	106,199.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
65.	Haier US Appliance Solutions, Inc. d/b/a GE Appliances	18433	Florida Builder Appliances, Inc.	38,668.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
66.	Hain Capital Investors Master Fund, Ltd as Transferee of Winiadaewoo Electronics America, Inc.	8339	Sears, Roebuck and Co.	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
67.	Infinite Peripherals, Inc.	1900	Sears Holdings Management Corporation	49,087.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
68.	Infinite Peripherals, Inc.	1979	Sears Holdings Management Corporation	49,087.98	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
69.	Insight Direct USA Inc.	12283	Sears Procurement Services, Inc.	607,216.72	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
70.	Insight Direct USA Inc.	12289	Sears Home Improvement Products, Inc.	3,024.75	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
71.	International Packaging Supplies LLC	406	Sears Holdings Corporation	378,483.52	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
72.	Johnson Controls Security Solutions LLC	6633	Sears Roebuck Acceptance Corp.	203,765.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
73.	Johnson Controls, Inc. and its affiliates	16647	Kmart Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
74.	Johnson Controls, Inc. and its affiliates	17891	Sears Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
75.	Johnson Controls, Inc. and its affiliates (see attached)	17370	Sears Holdings Management Corporation	793,803.53	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
76.	Johnson Controls, Inc. and its affiliates (see attachment)	16920	Innovele Solutions, Inc.	57,282.62	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
77.	Johnson Controls, Inc. and its affiliates (see attachment)	17590	Sears Operations LLC	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
78.	Johnson Controls, Inc., and its affiliates	16236	Sears, Roebuck de Puerto Rico, Inc.	1,946,853.67	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
79.	Johnson Controls, Inc., and its affiliates (see attachment)	16604	Sears, Roebuck and Co.	2,175,123.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
80.	Johnson Controls, Inc., and its affiliates (see attachment)	16658	Kmart Corporation	2,175,123.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
81.	Johnson Controls, Inc., and its affiliates (see attachment)	17038	Sears Procurement Services, Inc.	393,419.85	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
82.	Johnson Controls, Inc., and its affiliates (see attachment)	17419	Sears Holdings Corporation	64,634.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
83.	Johnson Controls, Inc., and its affiliates (see attachment)	17637	Sears Home Improvement Products, Inc.	1,287,044.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
84.	LG Electronics U.S.A. Inc.	16931	Sears, Roebuck and Co.	6,807,785.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
85.	LG Electronics U.S.A. Inc.	16988	Innovele Solutions, Inc.	158,754.06	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
86.	LG Electronics U.S.A., Inc.	16607	Sears Brands Management Corporation	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
87.	LG Electronics U.S.A., Inc.	17541	Sears, Roebuck and Co.	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
88.	LG Electronics U.S.A., Inc.	17636	Kmart Corporation	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
89.	Medline Industries, Inc.	16820	Sears Holdings Corporation	158,845.69	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
90.	Medline Industries, Inc.	16932	Kmart.com LLC	6,314.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
91.	Medline Industries, Inc.	16955	Sears Holdings Corporation	31,961.33	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
92.	Michelin North America, Inc.	9245	Sears, Roebuck and Co.	1,890,877.77	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
93.	Nalco Company LLC	6931	Kmart Corporation	37,835.78	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
94.	Nalco Company LLC	6936	Sears Holdings Corporation	220,531.52	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
95.	Nalco Company LLC	8049	Kmart Corporation	36,409.62	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
96.	Nalco Company LLC	8050	Sears Holdings Corporation	202,644.81	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
97.	Nalco Water Pretreatment Solutions LLC	7869	Kmart Corporation	383.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
98.	Nashville Shoe Warehouse	12384	Sears Holdings Management Corporation	22,100.35	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
99.	Northwest Pallet Supply Company	10209	Sears Holdings Corporation	292,054.21	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
100.	Northwest Pallet Supply Company	12450	Kmart Corporation	292,054.21	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
101.	Phoenix Energy Technologies, Inc.	1188	Sears Holdings Corporation	129,933.29	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
102.	Precision Control Systems of Chicago, Inc.	12835	Sears Holdings Corporation	332,516.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
103.	Precision Control Systems of Chicago, Inc.	12906	Sears Holdings Corporation	332,516.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
104.	Reliable Parts, Inc.	7683	Sears Holdings Corporation	231,785.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
105.	RR DONNELLEY & SONS COMPANY	14545	Sears Holdings Publishing Company, LLC	2,005,499.99	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
106.	Schumacher Electric Corporation	4097	Sears, Roebuck and Co.	351,473.17	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
107.	Sedgwick CMS as agent for East Penn Manufacturing Co.	15997	Sears, Roebuck and Co.	179,148.12	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
108.	Service Express Inc	6804	Sears Holdings Corporation	57,807.70	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
109.	Shaw Industries, Inc	16845	Sears Holdings Management Corporation	229,060.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
110.	Shaw Industries, Inc.	6600	Sears Holdings Corporation	387,327.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
111.	Shaw Industries, Inc.	16585	Sears Home Improvement Products, Inc.	161,372.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
112.	Shaw Industries, Inc.	16660	Sears Holdings Management Corporation	161,372.01	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
113.	Shaw Industries, Inc.	18658	Sears Home Improvement Products, Inc.	229,060.31	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
114.	Sherwin Williams Company	11614	Sears Holdings Corporation	8,062.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
115.	Sherwin Williams Paint Company	4471	Sears Holdings Corporation	8,062.95	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
116.	Sherwin-Williams Company	5900	Kmart Holding Corporation	2,647.54	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
117.	SupplyLogix LLC	16305	Sears Holdings Corporation	90,253.97	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
118.	SupplyLogix LLC	17584	Kmart Corporation	147,256.48	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
119.	SVP Sewing Brands LLC	18126	Sears, Roebuck and Co.	12,100.00	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
120.	Telesoft	12231	Sears Holdings Corporation	139,910.73	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
121.	The ADT Security Corporation dba Protection One	673	Sears Holdings Corporation	604,767.69	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
122.	The Sherwin-Williams Company	8257	Sears Holdings Corporation	21,382.50	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
123.	The Sherwin-Williams Company	8605	Kmart Corporation	14,160.39	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
124.	Trico Products Corporation	4931	Sears Brands Management Corporation	1,640.84	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
125.	Trico Products Corporation	4939	Sears, Roebuck and Co.	34,102.28	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
126.	Trico Products Corporation	4970	Kmart Corporation	65,269.38	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
127.	United Food & Commercial Workers Union Local 880	14777	Sears, Roebuck and Co.	-	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
128.	Valvoline LLC	16910	Sears, Roebuck and Co.	2,501,971.71	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
129.	Valvoline LLC	16935	Kmart Corporation	17,223.17	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
130.	Whirlpool Corporation	9766	Sears, Roebuck and Co.	6,121,432.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
131.	Whirlpool Corporation	9771	Kmart Corporation	6,121,432.60	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
132.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	2873	Sears Holdings Management Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
133.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4446	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
134.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4477	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
135.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc	4486	Kmart Holding Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
136.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	2875	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
137.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	2883	Kmart Holding Corporation	424,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
138.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3035	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
139.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3365	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
140.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3377	Sears, Roebuck and Co.	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
141.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	3490	Sears Holdings Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
142.	Whitebox Multi-Strategy Partners, LP as Transferee of Permasteel, Inc.	4449	Sears Holdings Management Corporation	414,572.40	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
143.	WINCORE WINDOW COMPANY	14134	Sears Home Improvement Products, Inc.	551,539.10	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
144.	Wincore Window Company, LLC,	14228	Sears Holdings Management Corporation	551,539.10	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
145.	Winiadaewoo Electronics America, Inc.	2672	Sears Holdings Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
146.	Winiadaewoo Electronics America, Inc.	2844	Sears Brands Management Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
147.	Winiadaewoo Electronics America, Inc.	3905	Kmart Corporation	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
148.	Winiadaewoo Electronics America, Inc.	4046	Sears, Roebuck and Co.	29,467,256.46	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
149.	Winiadaewoo Electronics America, Inc.	8337	Sears, Roebuck and Co.	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
150.	Winiadaewoo Electronics America, Inc.	8342	Sears Brands Management Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.

\* Asserted amount includes any unliquidated amounts.

**Debtors' First Omnibus Objection to Claims**  
**Exhibit 1 - Satisfied Claims**

**In re: Sears Holdings Corporation, et al.**  
**Case No. 18-23538 (RDD)**

Schedule of Satisfied Claims to be Disallowed and Expunged						
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted Amount*	Extent of Allowed Claim	Reason for Proposed Disallowance
151.	Winiadaewoo Electronics America, Inc.	8343	Sears Brands Management Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
152.	Winiadaewoo Electronics America, Inc.	8344	Kmart Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
153.	Winiadaewoo Electronics America, Inc.	8347	Kmart Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
154.	WINIADAEWOO ELECTRONICS AMERICA, INC.	8348	Sears Holdings Corporation	6,164,992.61	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
155.	Winiadaewoo Electronics America, Inc.	8349	Sears Holdings Corporation	13,924,585.59	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
156.	Winiadaewoo Electronics America, Inc.	13655	Sears, Roebuck and Co.	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
157.	Winiadaewoo Electronics America, Inc.	13753	Kmart Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
158.	WINIADAEWOO ELECTRONICS AMERICA, INC.	14070	Sears Brands Management Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
159.	WINIADAEWOO ELECTRONICS AMERICA, INC.	13957	Sears Holdings Corporation	13,757,497.36	Disallowed in its entirety and expunged	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.